

AFFIDA
For

AZ Corp. Commission
00874043

Verde Independent/Bugle
116 S. Main St., Cottonwood, AZ 86326
(928)634-2241 FAX (928)634-2312

STATE OF ARIZONA
COUNTY OF YAVAPAI

I, Richard E. Larson (NAME OF PERSON
AUTHORIZED TO SIGN ON BEHALF OF THE NEWSPAPER), am authorized by the
publisher as agent to make this affidavit of publication. Under oath, I state that the following is
true and correct.

The Verde Independent and Camp Verde Bugle, is a newspaper which is
published (check one) ☐ daily, ☒ weekly or more often, is of general circulation and is in
compliance with the Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. (Please note,
publication has to be completed within 60 days of filing.) The notice will be/has been
published three (3) consecutive times in the newspaper listed above.

DATES OF PUBLICATION

- 1) January 30, 2004
- 2) February 1, 2004
- 3) February 4, 2004

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

THE NAME OF THE CORPORATION Y-A WHITEHILLS, INC.

CORPORATE FILE NUMBER

1104169-9

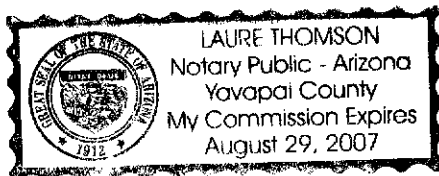
Note: This number is found on a top corner of the Commission approved document.

TYPE OF DOCUMENT Articles of Incorporation

Example: Merger between party a and party b; name change from/to; foreign authority with a fictitious
name; articles of information; application for authority; articles of organizations; amendment; Etc..

AUTHORIZED SIGNATURE

Richard E. Larson



SUBSCRIBED AND SWORN TO BEFORE ME ON THE

5 DAY OF Feb (Month), 04 (YEAR)

NOTARY SIGNATURE:

Laure Thomson

**ARTICLES OF INCORPORATION OF
Y-A WHITEHILLS, INC.**

The undersigned incorporators to these Articles of Incorporation hereby form a corporation under the laws of the State of Arizona as follows:

ARTICLE I

Name of Corporation

The name of this Corporation is: Y-A WhiteHills, Inc.

ARTICLE II

Known Place of Business in Arizona

The street address of the known place of business in Arizona of the Corporation is: Y-A WhiteHills, Inc., 350 W. Castle Lane, Middle Verde Road, Camp Verde, Arizona 86322.

ARTICLE III

Registered Agent Name and Street Address

The name of its registered agent of this Corporation is Theodore Smith, Sr. The street address in Arizona of the registered office of this corporation is: Theodore Smith, Sr., Yavapai-Apache National Economic Development Administration, 2400 West Datsi Street, Camp Verde, Arizona 86322.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock, which shall be designated common shares.

ARTICLE V

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be organized under the laws of the State of Arizona, including the operation of a retail convenience store operation with petroleum fuel products, food, beverages, non-prescription medications, and other such products.

ARTICLE VI

Board of Directors

The First Board of Directors shall consist of three (3) members and the names and addresses of the member of the First Board of Directors are as follows:

Theodore Smith, Sr., 350 W. Castle Ln., Camp Verde, Arizona 86322

Jamie Fullmer, 2400 W. Datsi St., Camp Verde, Arizona 86322

Fred Sanchez, 2400 W. Datsi St., Camp Verde, Arizona 86322

ARTICLE VIII

Incorporators

The names and address of the person signing these Articles and serving as the incorporators:

Theodore Smith, Sr., 350 W. Castle Ln., Camp Verde, Arizona 86322

Jamie Fullmer, 2400 W. Datsi St., Camp Verde, Arizona 86322

Fred Sanchez, 2400 W. Datsi St., Camp Verde, Arizona 86322

IN WITNESS WHEREOF, the undersigned incorporators executed these Articles of Incorporation, this 13th day of November, 2003.

/s/ Theodore Smith, Sr.

/s/ Jamie Fullmer

/s/ Fred Sanchez

ACCEPTANCE BY REGISTERED AGENT

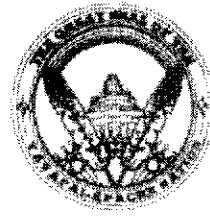
Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

/s/ Theodore Smith, Sr.

Dated: the 13th day of November, 2003.

3TVIPublish: January 30, February 1 and 4, 2004

YAVAPAI-APACHE NATION



OFFICE OF THE ATTORNEY GENERAL
PHONE (928) 567-1052 FAX (928) 567-1063

February 12, 2004

Arizona Corporation Commission
Corporate Filing Section
ATTN: Diane Johnson
1300 West Washington
Phoenix, Arizona 85007-2929

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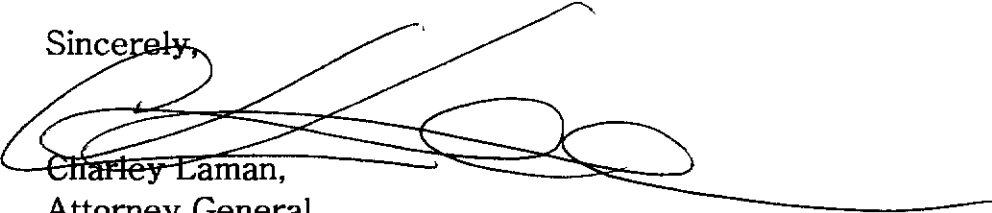
ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

RE: Affidavit of Publication for YA-WhiteHills, Inc.

Dear Ms. Johnson:

Enclosed you will find the Affidavit of Publication for the YA-WhiteHills, Inc.
Please file the same and call me if you have any questions.

Sincerely,


Charley Laman,
Attorney General